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UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK	V	HEARING DATE: April 20, 2007 AT: 10:00 a.m.
In re: DELPHI CORPORATION, et al.,	: : :	Chapter 11 Case No. 05-44481 [RDD]
Debtors.	: : :	Jointly Administered

DECLARATION OF JOSEPH E. PAPELIAN IN SUPPORT OF DEBTORS'
OBJECTION TO MOTION BY WACHOVIA BANK, NATIONAL ASSOCIATION,
FOR RELIEF FROM AUTOMATIC STAY TO PROCEED WITH LITIGATION
AGAINST LARRY GRAVES, A DELPHI EMPLOYEE, IN THE CIRCUIT COURT
OF THE SECOND JUDICIAL DISTRICT OF HINDS COUNTY MISSISSIPPI

JOSEPH E. PAPELIAN, hereby declares pursuant to section 1746 of title 28 of the United States Code:

- 1. I am Deputy General Counsel Litigation of Delphi Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned cases (collectively the "Debtors").
 - 2. I am authorized to submit this Declaration on behalf of the Debtors.
- 3. Except as otherwise set forth herein, all statements in this Declaration are based on my personal knowledge, my familiarity with the Debtors'

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books and records, my review of relevant documents, and discussion with Delphi's

outside counsel in the SouthTrust vs. Delphi et. al. case. If I were called upon to testify,

I could and would testify competently to the facts set forth herein.

I submit this Declaration in support of the Debtors' objection (the 4.

"Objection") to the motion (the "Motion") by Wachovia Bank, National Association, as

successor by merger to South Trust Bank, ("Wachovia" or "South Trust") for an Order

for relief from the automatic stay to proceed with a Mississippi state court lawsuit (the

"State Court Action") against Larry Graves ("Mr. Graves"), one of the Debtors' current

employees.

5. I have read the Motion and the Objection and am fully familiar

with the facts, circumstances and status of the State Court Action.

6. To the best of my information, knowledge and belief, each of the

factual statements contained in the Debtors' Objection are true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: April 11, 2007

/s/ Joseph E. Papelian Joseph E. Papelian

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